

C03958-2019

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C**

**CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER**

1. Date of Report (Date of earliest event reported)
Jun 5, 2019
2. SEC Identification Number
11840
3. BIR Tax Identification No.
000-100-341-000
4. Exact name of issuer as specified in its charter
SAN MIGUEL FOOD AND BEVERAGE, INC.
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
23/F THE JMT CORPORATE CONDOMINIUM, ADB AVE., ORTIGAS CENTER, PASIG CITY, METRO MANILA
Postal Code
1605
8. Issuer's telephone number, including area code
(632) 317-5000
9. Former name or former address, if changed since last report
N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

| Title of Each Class | Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding |
|---------------------|---|
| COMMON (FB) | 5,909,220,090 |
| PREFERRED (FBP2) | 15,000,000 |

11. Indicate the item numbers reported herein
ITEM 9. OTHER EVENTS

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.





San Miguel Food and Beverage, Inc.
FB

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

SMFB Canvassing Results of the June 5, 2019 Annual Stockholders' Meeting.

Background/Description of the Disclosure

Please see attached.

Other Relevant Information

None.

Filed on behalf by:

| | |
|--------------------|--|
| Name | Alexandra Trillana |
| Designation | Corporate Secretary and Compliance Officer |

COVER SHEET

1 1 8 4 0

S. E. C. Registration Number

S A N M I G U E L F O O D A N D

B E V E R A G E , I N C .

(Company's Full Name)

23 r d F i r. J M T B l d g. A D B

A v e. P a s i g C i t y

(Business Address: No. Street City/Town/Province)

ALEXANDRA B. TRILLANA

Contact Person

(632) 317-5450

Company Telephone Number

SEC Form

Month

Day

1 7 - C

FORM TYPE

Month

Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Dept. Requiring this Doc.

Amended Articles Number/Section

Amended Articles Number/Section

Total No. of Stockholders

Total No. of Stockholders

Total Amount of Borrowings Domestic

Domestic

Total Amount of Borrowings Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

LCU

Document I. D.

Document I. D.

Cashier

STAMPS

Remarks = pls. Use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE (SRC)
AND SRC RULE 17(b)(3) THEREUNDER

1. **June 5, 2019**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **11840**
3. BIR Tax Identification No. **000-100-341-000**
4. **SAN MIGUEL FOOD AND BEVERAGE, INC.**
Exact name of registrant as specified in its charter
5. **Philippines**
(Province, country or other jurisdiction of
Incorporation)
6. (SEC Use Only)
Industry Classification Code
6. **23/F The JMT Corporate Condominium, ADB Avenue, Ortigas Center, Pasig City**
1605
(Address of principal office) (Postal Code)
7. **(632) 317-5000** (Registrant's telephone number, including area code)
8. **Registrant has not changed address since its last report to this Honorable Commission**
(Former name or former address, if changed since last report)
9. Securities registered pursuant to Sections 8 and 12 of SRC

| Title of Each Class | Outstanding as of March 31, 2019 |
|---------------------|-------------------------------------|
| Common | 5,909,220,090 |
| Preferred | <u>15,000,000</u> |
| | <u>5,924,220,090</u> |

10. Indicate the item numbers reported herein:

Item 9. Other Events

Please see attached copy of the Canvassing Results of the annual meeting of the stockholders of San Miguel Food and Beverage, Inc. held on June 5, 2019 at the Canteen, Podium Level, San Miguel Head Office Complex, No. 40 San Miguel Avenue, Mandaluyong City. This will also be uploaded in the Company's website at the link: <http://www.smfb.com.ph/disclosures//minutes-of-annual-and-special-stockholders--meetings>.

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Pursuant to the requirements of the Securities Regulation Code, the registrant duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SAN MIGUEL FOOD AND BEVERAGE, INC.

By:


ALEXANDRA BENGSON TRILLANA
Corporate Secretary and Compliance Officer

June 5, 2019.

San Miguel Food and Beverage, Inc.
PROXY VOTING MODULE
Stockholders' Meeting Vote Canvassing Results

| NOM. NO. | NOMINEE | VOTES |
|--|---------------------------|----------------|
| 1 | EDUARDO M. COJUANGCO, JR. | 5,282,347,286 |
| 2 | RAMON S. ANG | 5,283,104,598 |
| 3 | FRANCISCO S. ALEJO III | 5,284,468,042 |
| 4 | ROBERTO N. HUANG | 5,284,468,042 |
| 5 | EMMANUEL B. MACALALAG | 5,284,468,042 |
| 6 | FERDINAND K. CONSTANTINO | 5,282,480,936 |
| 7 | AURORA T. CALDERON | 5,282,406,616 |
| 8 | JOSEPH N. PINEDA | 5,284,430,372 |
| 9 | MENARDO R. JIMENEZ | 5,284,430,372 |
| 10 | MA. ROMELA M. BENGZON | 5,284,430,372 |
| 11 | CARMELO L. SANTIAGO | 5,285,378,649 |
| 12 | MINITA V. CHICO-NAZARIO | 5,285,378,649 |
| 13 | RICARDO C. MARQUEZ | 5,285,378,649 |
| 14 | CIRILO P. NOEL | 5,283,818,385 |
| 15 | WINSTON A. CHAN | 5,285,378,649 |
| Total votes registered | | 79,280,679,735 |
| Total votes counted for election of board nominees | | 79,262,367,659 |
| Total uncast votes for election of board nominees | | 18,312,076 |

| RES. NO. | RESOLUTION | SHARES VOTED | % TO TOTAL O.S. |
|----------|---|---------------|-----------------|
| 2 | Approval of the Minutes of the Annual Stockholders' Meeting on May 11, 2018 and Special Stockholders' Meeting on September 12, 2018 | 5,285,378,649 | 89.443% |
| | For | 5,285,378,649 | 89.443% |
| | Against | 0 | 0.000% |
| | Abstain | 0 | 0.000% |
| 3 | Approval of the 2018 Annual Report and Audited Consolidated Financial Statements as of December 31, 2018 | 5,285,378,649 | 89.443% |
| | For | 5,285,001,969 | 89.437% |
| | Against | 0 | 0.000% |
| | Abstain | 376,680 | 0.006% |
| 4 | Ratification of all the acts of the Board of Directors and Officers since the 2018 Annual Stockholders' Meeting | 5,285,378,649 | 89.443% |
| | For | 5,285,001,969 | 89.437% |
| | Against | 0 | 0.000% |
| | Abstain | 376,680 | 0.006% |

PROXY VOTING MODULE

Stockholders' Meeting Vote Canvassing Results

| | | |
|---|-----------------|---------|
| 5 Appointment of R.G. Manabat & Co. as external auditor of the Company for fiscal year 2019 | 5,285,378,649 | 89.443% |
| For | 5,285,378,649 - | 89.443% |
| Against | 0 - | 0.000% |
| Abstain | 0 - | 0.000% |

SUMMARY REPORT

% TO
TOTAL O.S.

| | | |
|---|---------------|---------|
| OUTSTANDING COMMON SHARES | 5,909,220,090 | |
| OUTSTANDING PREFERRED SHARES | 15,000,000 | |
| TOTAL OUTSTANDING SHARES AS OF RECORD DATE | 5,924,220,090 | |
| TOTAL SHARES IN ATTENDANCE : | | |
| Attending proxy assignees | 5,285,378,649 | |
| Attending stockholders | 0 | |
| | 5,285,378,649 | 89.216% |
| LESS : | | |
| Invalidated / knocked-off / Uncast shares - Proxy Assignees | 0 | |
| Knock-off by attending stockholder | 0 | |
| Invalidated shares - Stockholders | 0 | |
| Uncast shares of stockholders | 0 | |
| TOTAL SHARES/VOTES COUNTED | 5,285,378,649 | 89.443% |

*** END OF REPORT ***